

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM T-1

STATEMENT OF ELIGIBILITY
UNDER THE TRUST INDENTURE ACT OF 1939 OF A
CORPORATION DESIGNATED TO ACT AS TRUSTEE

CHECK IF AN APPLICATION TO DETERMINE ELIGIBILITY OF A TRUSTEE
PURSUANT TO SECTION 305(B)(2) [X]

LASALLE BANK NATIONAL ASSOCIATION
(Exact name of trustee as specified in its charter)

36-0884183
(I.R.S. Employer
Identification No.)

135 South LaSalle Street, Chicago, Illinois 60603
(Address of principal executive offices) (Zip Code)

Willie J. Miller, Jr.
Group Senior Vice President
Chief Legal Officer and Secretary
Telephone: (312) 904-2018
135 South LaSalle Street, Suite 925
Chicago, Illinois 60603
(Name, address and telephone number of agent for service)

ALLETE (legally incorporated as Minnesota Power, Inc.)
(Exact name of obligor as specified in its charter)

Minnesota 41-0418150
(State or other jurisdiction of (I.R.S. Employer
incorporation or organization) Identification No.)

30 West Superior Street
Duluth, Minnesota 55802-2093
(Address of principal executive offices) (Zip Code)

Debt Securities
(Title of the indenture securities)

ITEM 1. GENERAL INFORMATION*

Furnish the following information as to the trustee:

- (a) Name and address of each examining or supervising authority to which it is subject.
1. Comptroller of the Currency, Washington D.C.
 2. Federal Deposit Insurance Corporation, Washington, D.C.
 3. The Board of Governors of the Federal Reserve Systems, Washington, D.C.
- (b) Whether it is authorized to exercise corporate trust powers.

Yes.

ITEM 2. AFFILIATIONS WITH THE OBLIGOR.

If the obligor is an affiliate of the trustee, describe each such affiliation.

Not Applicable

and 16 of this form since to the best knowledge of the trustee the obligor is not in default under any indenture under which the trustee is a trustee.

ITEM 16. LIST OF EXHIBITS.

List below all exhibits filed as part of this statement of eligibility and qualification.

1. A copy of the Articles of Association of LaSalle Bank National Association now in effect (incorporated herein by reference to Exhibit 1 filed with Form T-1 filed with the Current Report on Form 8-K, dated June 29, 2000, in File No. 333-61691).
2. A copy of the certificate of authority to commence business (incorporated herein by reference to Exhibit 2 filed with Form T-1 filed with the Current Report on Form 8-K, dated June 29, 2000, in File No. 333-61691).
3. A copy of the authorization to exercise corporate trust powers (incorporated herein by reference to Exhibit 3 filed with Form T-1 filed with the Current Report on Form 8-K, dated June 29, 2000, in File No. 333-61691).
4. A copy of the existing By-Laws of LaSalle Bank National Association (incorporated herein by reference to Exhibit 4 filed with Form T-1 filed with the Current Report on Form 8-K, dated June 29, 2000, in File No. 333-61691).
5. Not applicable.
6. The consent of the trustee required by Section 321(b) of the Trust Indenture Act of 1939 (incorporated herein by reference to Exhibit 6 filed with Form T-1 filed with the Current Report on Form 8-K, dated June 29, 2000, in File No. 333-61691).
7. A copy of the latest report of condition of the trustee published pursuant to law or the requirements of its supervising or examining authority.
8. Not applicable.
9. Not applicable.

SIGNATURE

Pursuant to the requirements of the Trust Indenture Act of 1939, the trustee, LaSalle Bank National Association, a corporation organized and existing under the laws of the United States of America, has duly caused this statement of eligibility to be signed on its behalf by the undersigned, thereunto duly authorized, all in the City of Chicago, State of Illinois, on the 1st day of September, 2000.

LASALLE BANK NATIONAL ASSOCIATION

By:/s/ John W. Porter

John W. Porter
Assistant Vice President

CONSOLIDATED REPORT OF CONDITION FOR INSURED COMMERCIAL AND
STATE-CHARTERED SAVINGS BANKS FOR MARCH 31, 2000

All schedules are to be reported in thousands of dollars. Unless otherwise indicated, report the amount outstanding as of the last business day of the quarter.

SCHEDULE RC - BALANCE SHEET

Dollar Amounts in Thousands

ASSETS

1.	Cash and balances due from depository institutions (from Schedule RC-A):	RCFD			

	a. Noninterest-bearing balances and currency and coin (1)	0081	937,481		1.a
	b. Interest-bearing balances (2)	0071	2,653		1.b
2.	Securities:				
	a. Held-to-maturity securities (from Schedule RC-B, column A)	1754	786,585		2.a
	b. Available-for-sale securities (from Schedule RC-B, column D)	1773	11,699,979		2.b
3.	Federal funds sold and securities purchased under agreements to resell	1350	979,074		3.
4.	Loans and lease financing receivables:				
	a. Loans and leases, net of unearned income	RCFD			
	(from Schedule RC-C)	----			
		2122	29,505,422		4.a
	b. LESS: Allowance for loan and lease losses	3123	441,168		4.b
	c. LESS: Allocated transfer risk reserve	3128	0		4.c
	d. Loans and leases, net of unearned income, allowance, and reserve (item 4.a minus 4.b and 4.c)	2125	29,064,254		4.d
5.	Trading assets (from Schedule RC-D)	3545	289,652		5.
6.	Premises and fixed assets (including capitalized leases)	2145	282,955		6.
7.	Other real estate owned (from Schedule RC-M)	2150	4,642		7.
8.	Investments in unconsolidated subsidiaries and associated companies (from Schedule RC-M)	2130	0		8.
9.	Customers' liability to this bank on acceptances outstanding	2155	18,994		9.
10.	Intangible assets (from Schedule RC-M)	2143	567,652		10.
11.	Other Assets (from Schedule RC-F)	2160	1,582,869		11.
12.	Total assets (sum of items 1 through 11)	2170	46,216,790		12.

- (1) Includes cash items in process of collection and unposted debts.
(2) Includes time certificates of deposit not held for trading.

SCHEDULE RC - CONTINUED

Dollar Amounts in Thousands

LIABILITIES

13.	Deposits:	RCON			
	a. In domestic offices (sum of totals of columns A and C from Schedule RC-E, part 1)	----			
		RCON			

	(1) Noninterest-bearing (1)	6631	2,645,282		13.a.1
	(2) Interest-bearing	6636	23,534,195		13.a.2
					26,179,477
	b. In foreign offices, Edge and Agreement subsidiaries, and IBFs (from Schedule RC-E, part II)	RCON			

		2200	3,341,856		13.b
		RCON			

	(1) Noninterest-bearing	6631	0		13.b.1
	(2) Interest-bearing	6636	3,341,856		13.b.2
14.	Federal funds purchased and securities sold under agreements to repurchase	RCFD			

		2800	3,275,076		14.
15.	a. Demand notes issued to the U.S. Treasury	RCON			

		2840	1,812,808		15.a
	b. Trading liabilities (from Schedule RC-D)	RCFD			

		3548	82,282		15.b
16.	Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases);				
	a. With a remaining maturity of one year or less	2332	6,300,965		16.a

b.	With a remaining maturity of more than one year through three years	A547	11,511	16.b	
c.	With a remaining maturity of more than three years	A548	45,728	16.c	
17.	Not applicable.				
18.	Bank's liability on acceptances executed and outstanding	2920	18,994	18.	
19.	Subordinated notes and debentures (2)	3200	726,000	19.	
20.	Other liabilities (from Schedule RC-G)	2930	1,036,980	20.	
21.	Total liabilities (sum of items 13 through 20)	2948	42,831,677	21.	42,831,677
22.	Not applicable.				

EQUITY CAPITAL

		RCFD			

23.	Perpetual preferred stock and related surplus	3838	452,310	23.	
24.	Common stock	3230	41,234	24.	
25.	Surplus (exclude all surplus related to preferred stock)	3839	1,875,178	25.	
26.	a. Undivided profits and capital reserves	3632	1,130,808	26.a	
	b. Net unrealized holding gains (losses) on available-for-sale securities	8434	(114,417)	26.b	
	c. Accumulated net gains (losses) on cash flow hedges	4336	0	26.c	
27.	Cumulative foreign currency translation adjustments	3284	0	27.	
28.	Total equity capital (sum of items 23 through 27)	3210	3,385,113	28.	3,385,113
29.	Total liabilities and equity capital (sum of items 21 and 28)	3300	46,216,790	29.	

SCHEDULE RC - CONTINUED

MEMORANDUM

TO BE REPORTED ONLY WITH THE MARCH REPORT OF CONDITION

1. Indicated in the box at the right the number of the statement below that best describes the most comprehensive level of auditing work performed for the bank by independent external auditors as of any date during 1998	RCFD ---- 6724	Number ----- 2	M.1
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1 = Independent audit of the bank conducted in accordance with generally accepted auditing standards by a certified public accounting firm which submits a report on the bank

5 = Review of the bank's financial statements by external auditors

2 = Independent audit of the bank's parent holding company conducted in accordance with generally accepted auditing standards by a certified public accounting firm which submits a report on the consolidated holding company (but not on the bank separately)

6 = Compilation of the bank's financial statements by external auditors.

3 = Directors' examination of the bank conducted in accordance with generally accepted auditing standards by a certified public accounting firm (may be required by state chartering authority)

7 = Other audit procedures (excluding tax preparation work).

4 = Directors' examination of the bank performed by other external auditors (may be required by state chartering authority)

8 = No external audit work

(1) Includes total demand deposits and noninterest-bearing time and savings deposits.